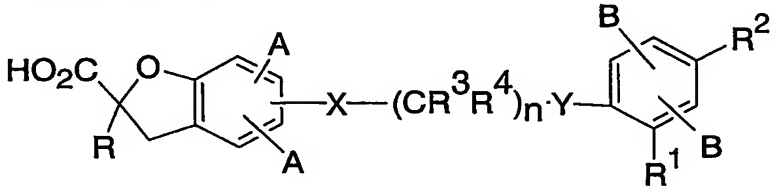
WHAT IS CLAIMED IS:

1. A compound having Formula I, or a pharmaceutically acceptable salt thereof, wherein



I

R is selected from a group consisting of

(a) C_1-C_6 alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl, and
(b) -$(CH_2)_{0-2}C_3$-C_6 cycloalkyl, wherein said cycloalkyl is optionally substituted with 1-2 groups independently selected from halogen, CH_3, and CF_3;

R^1 is selected from a group consisting of

(a) Cl
(b)F,
(c) C_1-C_4alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl, and
(d) -$(CH_2)_{0-2}C_3$-C_6 cycloalkyl, wherein said cycloalkyl is optionally substituted with 1-3 groups independently selected from halogen, CH_3, and CF_3;

R^2 is selected from a group consisting of

(a) -OC_1-C_6alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl,
(b) -SC_1-C_6alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl,

(c) $(CH_2)_{0-3}C_3$-C_6cycloalkyl, wherein said cycloalkyl is optionally substituted with 1-3 groups independently selected from halogen, CH_3, and CF_3; and

(d) C_1-C_6alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

Each R^3 and each R^4 is independently selected from a group consisting of H, Cl, F, and C_1-C_3alkyl, wherein C_1-C_3alkyl is optionally substituted with 1-3 halogens independently selected from Cl and F;

The substutuents A may be alike or different and are each independently selected from the group consisting of :

(a) H,

(b) Halogen,

(c) C_1-C_6alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl, and

(d) -O C_1-C_6alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

The substutuents B may be alike or different and are each independently selected from the group consisting of :

(a) H,

(b) Halogen,

(c) C_1-C_6alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl, and

(d) -O C_1-C_6alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl;

X and Y are independently selected from O, S, and CR^3R^4; and

n is an integer from 1-3.

2. A compound according to Claim 1, wherein X and Y are each independently selected from S and O.

3. A compound according to Claim 2, wherein X and Y are O.

4. A compound according to Claim 1, wherein each R^3 and each R^4 is independently selected from H, Cl, F, CH_3, and CF_3.

5. A compound according to Claim 1, wherein R^3 and R^4 are H.

6. A compound according to Claim 1, wherein R is C_1-C_4 alkyl, which is optionally substituted with 1-3 F.

7. A compound according to Claim 1, wherein each A and each B is independently selected from the group consisting of H, Cl, F, Br, CH_3, CF_3, -OCH_3, and -OCF_3.

8. A compound according to Claim 7, wherein each A and each B are H.

9. A compound according to Claim 1, wherein R^1 is selected from the group consisting of Cl and C_2-C_4alkyl, which is optionally substituted with 1-5 halogens independently selected from F and Cl.

10. A compound according to Claim 9, wherein R^1 is selected from Cl and C_2-C_4 alkyl.

11. A compound according to Claim 1, wherein R^2 is selected from the group consisting of C_1-C_5alkyl, -OC_1-C_5alkyl, and -SC_1-C_5alkyl, wherein C_1-C_5alkyl, -OC_1-C_5alkyl, and -SC_1-C_5alkyl are optionally substituted with 1-5 F.

12. A compound according to Claim 1, wherein n is 2-3.

13. A compound according to Claim 1, or a pharmaceutically acceptable salt thereof, wherein:

R is C_1-C_4 alkyl, which is optionally substituted with 1-3 F;

R^1 is selected from the group consisting of Cl and C_2-C_4alkyl;

R^2 is selected from the group consisting of C_1-C_5alkyl, -OC_1-C_5alkyl, and -SC_1-C_5alkyl, wherein C_1-C_5alkyl, -OC_1-C_5alkyl, and -SC_1-C_5alkyl are optionally substituted with 1-5 F;

R^3, R^4, A, and B are H;

X and Y are O; and

n is 2-3.

14. A compound according to Claim 1, named below, or a pharmaceutically acceptable salt thereof:

5-{3-[2-Chloro-4-(2,2,2-trifluoro-ethoxy)-phenoxy]-propoxy}-2-methyl-2,3-dihydro-benzofuran-2-carboxylic acid,

5-{3-[4-(2,2-Dimethyl-propyl)-2-propyl-phenoxy]-propoxy}-2-methyl-2,3-dihydro-benzofuran-2-carboxylic acid,

5-[3-(2-Chloro-4-trifluoromethoxy-phenoxy)-propoxy]-2-methyl-2,3-dihydro-benzofuran-2-carboxylic acid,

5-{3-[4-(2,2-Dimethyl-propyl)-2-propyl-phenoxy]-propoxy}-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

2-Ethyl-5-[3-(2-propyl-4-trifluoromethylsulfanyl-phenoxy)-propoxy]-2,3-dihydro-benzofuran-2-carboxylic acid,

5-[3-(2-Chloro-4-trifluoromethylsulfanyl-phenoxy)-propoxy]-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

5-[3-(4-*tert*-Butyl-2-chloro-phenoxy)-propoxy]-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

5-[3-(2-Chloro-4-trifluoromethyl-phenoxy)-propoxy]-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

5-{3-[2-Chloro-4-(1,1-dimethyl-propyl)-phenoxy]-propoxy}-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*S*)-5-[3-(2-Chloro-4-trifluoromethoxy-phenoxy)-propoxy]-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*S*)-5-{3-[2-Chloro-4-(2,2-dimethyl-propyl)-phenoxy]-propoxy}-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*S*)-5-{3-[2-Chloro-4-(2,2,2-trifluoro-ethoxy)-phenoxy]-propoxy}-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*S*)-5-{3-[2-Chloro-4-(3,3,3-trifluoro-propyl)-phenoxy]-propoxy}-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*S*)-5-{3-[2-Chloro-4-(2,2,2-trifluoro-ethyl)-phenoxy]-propoxy}-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

6-[3-(2-Chloro-4-trifluoromethoxy-phenoxy)-propoxy]-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*S*)- 5-[4-(2-Chloro-4-trifluoromethoxy-phenyl)-butoxy]-2-ethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*R*)-5-{3-[2-Chloro-4-(2,2-dimethyl-propyl)-phenoxy]-propoxy}-2-isopropyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*R*)-5-[3-(2-Chloro-4-trifluoromethoxy-phenoxy)-propoxy]-2-isopropyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*R*)-5-{3-[2-Chloro-4-(2,2,2-trifluoro-ethyl)-phenoxy]-propoxy}-2-isopropyl-2,3-dihydro-benzofuran-2-carboxylic acid,

(2*R*)-5-[4-(2-Chloro-4-trifluoromethoxy-phenoxy)-butyl]-2-isopropyl-2,3-dihydro-benzofuran-2-carboxylic acid,

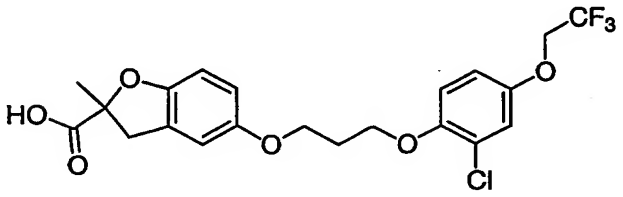
(2*R*)- 2-*tert*-Butyl-5-{3-[2-chloro-4-(2,2,2-trifluoro-ethyl)-phenoxy]-propoxy}-2,3-dihydro-benzofuran-2-carboxylic acid,

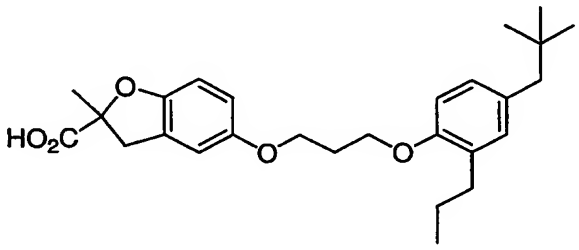
5-{3-[2-Chloro-4-(2,2,2-trifluoro-ethyl)-phenoxy]-propoxy}-2-trifluoromethyl-2,3-dihydro-benzofuran-2-carboxylic acid,

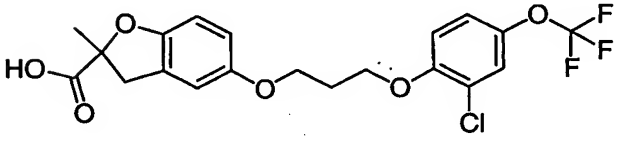
(2*R*)-5-[2-(2-Chloro-4-trifluoromethoxy-phenoxy)-ethoxy]-2-isopropyl-2,3-dihydro-benzofuran-2-carboxylic acid, and

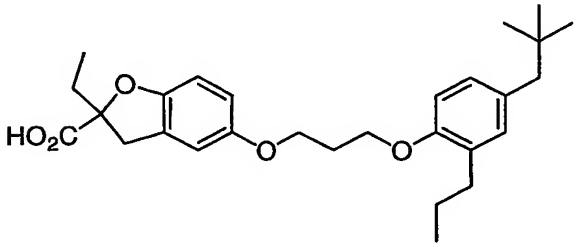
(2*R*)- 2-*tert*-Butyl-5-[2-(2-chloro-4-trifluoromethoxy-phenoxy)-ethoxy]-2,3-dihydro-benzofuran-2-carboxylic acid.

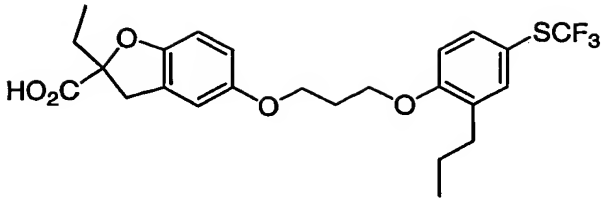
15. A compound selected from the group consisting of the compunds below, or a pharmaceutically acceptable salt thereof:

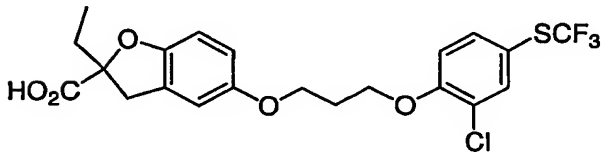


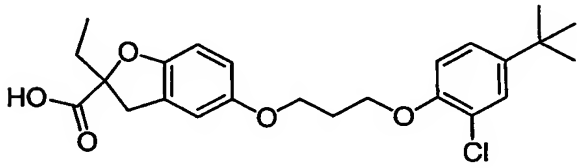


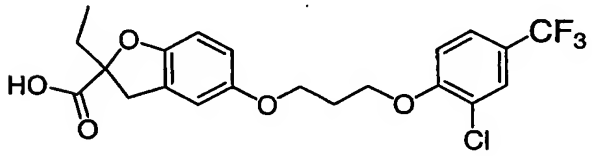


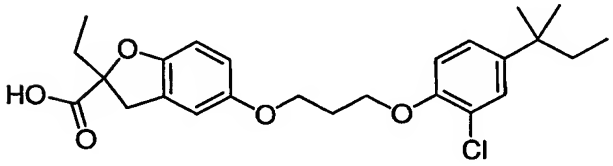


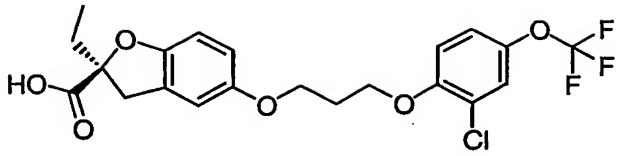


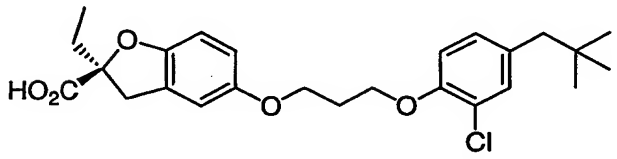


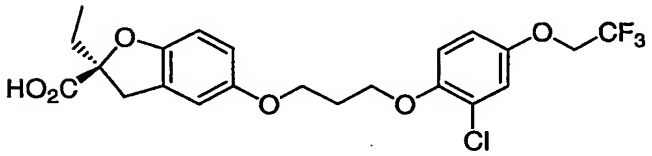


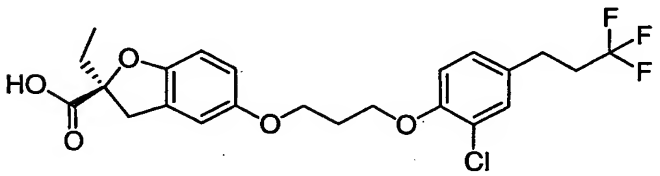


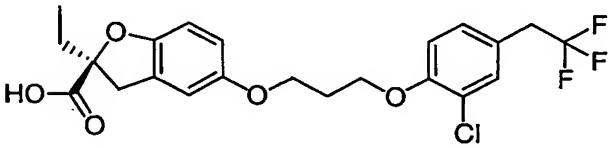


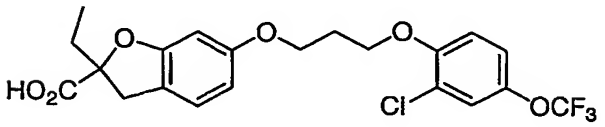


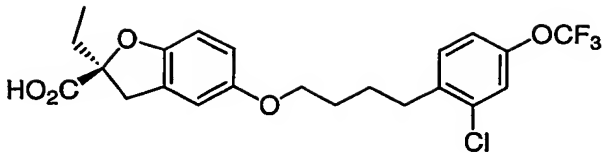


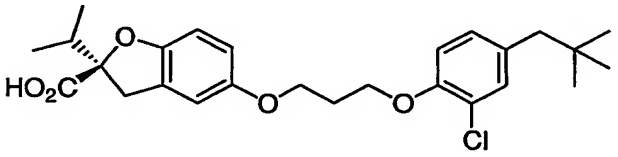


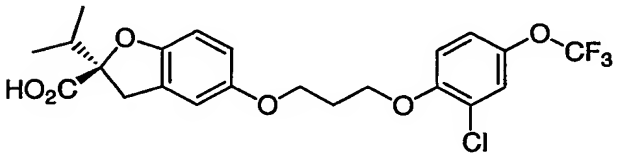


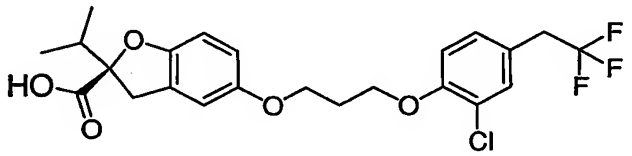


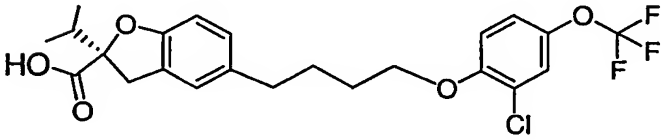


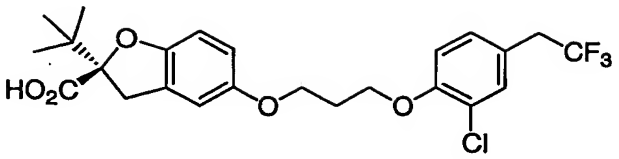


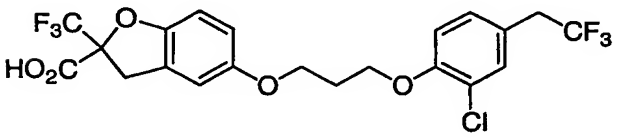


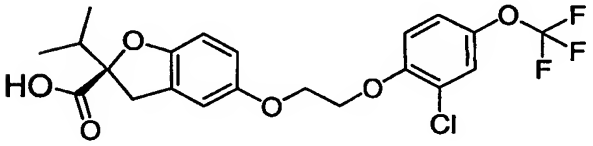




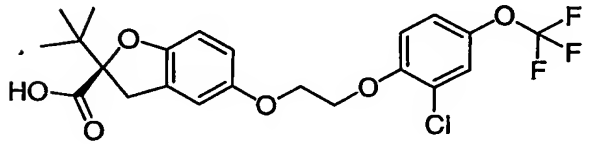








and



16. A pharmaceutical composition comprising a compound of Claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

17. A pharmaceutical composition consisting essentially of a compound of Claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

18. A method for treating one or more lipid disorders, selected from the group consisting of dyslipidemia, hypercholesterolemia, hyperlipidemia, hypertriglyceridemia, low HDL levels, and high LDL levels in a patient in need of

such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

19. A method for treating dyslipidemia in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

20. A method for raising low HDL levels in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

21. A method for reducing high LDL levels in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

22. A method for treating obesity in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

23. A method for treating atherosclerosis in a patient in need of such treatment which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

24. A method for reducing the risk of developing atherosclerosis in a patient at risk of developing atherosclerosis which comprises administering to said patient a therapeutically effective amount of a compound of Claim 1.

25. A method of treating one or more diseases, disorders, or conditions in a patient in need of such treatment or control, wherein the disease, disorder, or condition is selected from the group consisting of (1) lipid disorders, (2) dyslipidemia, (3) hyperlipidemia, (4) hypertriglyceridemia, (5) hypercholesterolemia, (6) low HDL levels, (7) high LDL levels, (8) atherosclerosis and its sequelae, (9) obesity, including abdominal obesity (10) vascular restenosis, (11) retinopathy, (12) non-insulin dependent diabetes mellitus (NIDDM), (13) hyperglycemia, (14) impaired glucose tolerance, (15) insulin resistance, (16) irritable bowel syndrome,

(17) inflammatory bowel disease, including Crohn's disease and ulcerative colitis, (18) pancreatitis, (19) other inflammatory conditions, (20) neurodegenerative disease, (21) Alzheimer's disease, (22) psoriasis, (23) acne vulgaris, (24) other skin diseases and dermatological conditions modulated by PPAR, (25) high blood pressure, (26) cachexia, and (27) the metabolic syndrome, said method comprising the administration of an effective amount of a compound of Claim 1.

26. A method of treating one or more diseases, disorders, or conditions in a patient in need of such treatment or control, wherein the disease, disorder, or condition is selected from the group consisting of (1) lipid disorders, (2) dyslipidemia, (3) hyperlipidemia, (4) hypertriglyceridemia, (5) hypercholesterolemia, (6) low HDL levels, (7) high LDL levels, (8) atherosclerosis and its sequelae, (9) obesity, including abdominal obesity (10) vascular restenosis, (11) retinopathy, (12) non-insulin dependent diabetes mellitus (NIDDM), (13) hyperglycemia, (14) impaired glucose tolerance, (15) insulin resistance, (16) irritable bowel syndrome, (17) inflammatory bowel disease, including Crohn's disease and ulcerative colitis, (18) pancreatitis, (19) other inflammatory conditions, (20) neurodegenerative disease, (21) Alzheimer's disease, (22) psoriasis, (23) acne vulgaris, (24) other skin diseases and dermatological conditions modulated by PPAR, (25) high blood pressure, (26) cachexia, and (27) the metabolic syndrome, said method comprising the administration of an effective amount of a compound of Claim 1, and one or more compounds selected from the group consisting of:

(a) PPARγ agonists and partial agonists;
(b) PPARα/γ dual agonists;
(c) other PPARα agonists;
(d) PPARδ agonists;
(e) Biguanides;
(f) protein tyrosine phosphatase-1B (PTP-1B) inhibitors;
(g) dipeptidyl peptidase IV (DP-IV) inhibitors;
(h) insulin or insulin mimetics;
(i) sulfonylureas;
(j) α-glucosidase inhibitors;
(k) glucagon receptor antagonists;
(l) glycogen phosphorylase inhibitors;
(m) 11-Beta-HSD type 1 enzyme inhibitors;

(n) 11-Beta-HSD type 1 receptor antagonists;
(o) exendin-4, exendin-3, GLP-1, GLP-1 mimetics, and GLP-1 receptor agonists;
(p) GIP, GIP mimetics, and GIP receptor agonists;
(q) PACAP, PACAP mimetics, and PACAP receptor 3 agonists;
(r) HMG-CoA reductase inhibitors;
(s) Bile acid sequestrants;
(t) nicotinyl alcohol, nicotinic acid or a salt thereof;
(u) ezetimibe and other inhibitors of cholesterol absorption;
(v) acyl CoA:cholesterol acyltransferase inhibitors (ACAT inhibitors);
(w) phenolic anti-oxidants;
(x) ileal bile acid transporter inhibitors;
(y) agents intended for use in the treatment of inflammatory conditions;
(z) antiobesity compounds;
(aa) thyroid hormone mimetics;
(bb) LXR agonists;
(cc) FXR agonists;
(dd) PLTP inhibitors;
(ee) CETP inhibitors;
(ff) glucocorticoids; and
(gg) TNF sequestrants.

27. A method of treating one or more lipid disorders selected from hypercholesterolemia, atherosclerosis, low HDL levels, high LDL levels, hyperlipidemia, hypertriglyceridemia, and dyslipidemia, which method comprises administering to a patient in need of such treatment a therapeutically effective amount of a compound of Claim 1 and a therapeutically effective amount of an HMG-CoA reductase inhibitor.

28. The method as recited in Claim 27, wherein the HMG-CoA reductase inhibitor is a statin, which is selected from the group consisting of lovastatin, simvastatin, pravastatin, fluvastatin, atorvastatin, itavastatin, ZD-4522, rivastatin, and rosuvastatin.

29. A method for reducing the risk of developing atherosclerosis in a patient at risk of developing atherosclerosis comprising the administration to said patient of an effective amount of a compound of Claim 1 and an effective amount of an HMG-CoA reductase inhibitor.

30. A pharmaceutical composition comprising (1) a compound according to Claim 1, (2) one or more compounds selected from the group consisting of :

(a) PPARγ agonists and partial agonists;
(b) PPARα/γ dual agonists;
(c) other PPARα agonists;
(d) PPARδ agonists;
(e) Biguanides;
(f) protein tyrosine phosphatase-1B (PTP-1B) inhibitors;
(g) dipeptidyl peptidase IV (DP-IV) inhibitors;
(h) insulin or insulin mimetics;
(i) sulfonylureas;
(j) α-glucosidase inhibitors;
(k) glucagon receptor antagonists;
(l) glycogen phosphorylase inhibitors;
(m) 11-Beta-HSD type 1 enzyme inhibitors;
(n) 11-Beta-HSD type 1 receptor antagonists;
(o) exendin-4, exendin-3, GLP-1, GLP-1 mimetics, and GLP-1 receptor agonists;
(p) GIP, GIP mimetics, and GIP receptor agonists;
(q) PACAP, PACAP mimetics, and PACAP receptor 3 agonists;
(r) HMG-CoA reductase inhibitors;
(s) Bile acid sequestrants;
(t) nicotinyl alcohol, nicotinic acid or a salt thereof;
(u) ezetimibe and other inhibitors of cholesterol absorption;
(v) acyl CoA:cholesterol acyltransferase inhibitors (ACAT inhibitors);
(w) phenolic anti-oxidants;
(x) ileal bile acid transporter inhibitors;
(y) agents intended for use in the treatment of inflammatory conditions;

(z) antiobesity compounds;

(aa) thyroid hormone mimetics;

(bb) LXR agonists;

(cc) FXR agonists;

(dd) PLTP inhibitors;

(ee) CETP inhibitors;

(ff) glucocorticoids; and

(gg) TNF sequestrants; and

(3) a pharmaceutically acceptable carrier.